

MINUTES OF SPECIAL MEETING OF THE BOARD OF DIRECTORS
OF
NORPHLET CHEMICAL INC.

I, David W. Henry, the secretary of the Board of Directors of Norphlet Chemical Inc, a corporation duly organized and validly existing under the laws of the State of Arkansas ("Corporation"), do hereby certify that a special meeting of the Board of Directors of the Corporation was duly called and held by telephonic conference call on September 22, 2008, in accordance with the Corporation's Articles of Incorporation and the By-Laws and the laws of the State of Arkansas and which said meeting John Garrison, William Spector, Jesse Spector, Fred Bates, Scott Reed, W.L. Cook, Robert James, Jim Crotty, Don Dodson and Evert Talbot, being ten (10) of the members of the Corporation's Board of Directors were in attendance. Member Charles L. Long was not in attendance. Also in attendance were Brian Brooks, Vic Forte and David Price.

David Henry performed a roll call of those in attendance.

David Henry advised the Board that according to the Bylaws of Norphlet Chemical Inc. in Article II, Section 2 that the President or the Board may call for a special meeting of the stockholders. He said since we do not have a president, this is the reason for this meeting.

David Henry then presented the following resolution:

RESOLUTION

"BE IT RESOLVED that the Board of Directors of Norphlet Chemical Inc. (the Corporation) in accordance with Article II, Section 2 of the Bylaws of Norphlet Chemical Inc. authorizes the Secretary of the Corporation to call a special meeting of the stockholders of the Corporation."

Jim Crotty made a motion to approve the resolution as read. Don Dodson seconded the motion. David Henry asked if there was any discussion. John Garrison asked what the purpose would be for a special meeting. David Henry said the purpose would be to review and discuss the current financial status of the company and any other related matters. David Henry asked if there was any further discussion. There was no further discussion. The resolution was adopted by a vote of nine (9) Directors voting in favor of the resolution and one (1) Director, John Garrison, voting against the resolution. The Directors were polled individually as to their vote.

David Henry then asked if there was any other business to come before the Board. He then asked for a motion to adjourn the meeting. W.L. Cook made the motion and Jim Crotty seconded the motion. It was approved by all eleven (10) of the Directors. The Directors were polled individually as to their vote.

Respectfully submitted this 22nd day of September, 2008.

David W. Henry, Secretary

Minutes of telephonic Board Meeting of September 22, 2008 approved at presented.

Fred L. Bates

W.L. Cook

Jim Crotty

Don Dodson

John L. Garrison

Robert James

Charles L. Long

Scott Reed

Jesse Spector

William Spector

Evert Talbot